

LYKIS LIMITED

CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING

[Under Regulation 9(1) of Securities and Exchange Board of India
(Prohibition of Insider Trading) Regulations, 2015]
With Effective From April 01, 2019

INTRODUCTION:

In accordance with the Insider Trading Regulations, the Board, has adopted a code of conduct for regulating, monitoring and reporting of trading by Insiders.

APPLICABILITY:

This Code shall be applicable to Directors of the Company, Connected Persons, the Designated Employees, the Promoters of the Company and their Immediate Relatives and includes any person in the possession of Unpublished Price Sensitive Information.

OBJECTIVE:

The Securities and Exchange Board of India (“SEBI”) has, in order to protect the interests of investors in general and to put in place a framework for prohibition of insider trading in securities of the Company and to strengthen the legal framework thereof, has issued the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (“the Regulations”) pursuant to the powers conferred on it under section 30 of the Securities and Exchange Board of India Act, 1992 (“SEBI Act”).

1. Definitions:

- (i). “**Board**” means the Board of Directors of the Company.
- (ii). “**Company**” means Lykis Limited.
- (iii). “**Compliance Officer**” means
any senior officer designated so and reporting to the Board, who is financially literate and is capable of appreciating requirements for legal and regulatory compliance under the Insider Trading Regulations, and who shall be responsible for compliance of policies, procedures, maintenance of records, monitoring adherence to the rules of preservation of Unpublished Price Sensitive Information, monitoring of trades and the implementation of the codes specified under the Insider Trading Regulations under the overall supervision of the Board.
- (iv). “**Connected Person**” means:
 - a) any person who is or has during the six months prior to the concerned act been associated with the Company, directly or indirectly, in any capacity including by reason of frequent

communication with its officers or by being in any contractual, fiduciary or employment relationship or by being a director, officer or an employee of the Company or holds any position including a professional or business relationship between himself and the Company whether temporary or permanent, that allows such person, directly or indirectly, access to unpublished price sensitive information or is reasonably expected to allow such access.

b) Without prejudice to the generality of the foregoing, the persons falling within the following categories shall be deemed to be connected persons unless the contrary is established,

- An Immediate Relative of Connected Persons specified in clause (a); or
- A holding company or associate company or subsidiary company; or
- An intermediary as specified in Section 12 of the Securities and Exchange Board of India Act, 1992, as amended or an employee or director thereof; or
- An investment company, trustee company, asset management company or an employee or director thereof; or
- An official of a stock exchange or of clearing house or corporation; or
- A member of board of trustees of a mutual fund or a member of the board of directors of the asset management company of a mutual fund or is an employee thereof; or
- A member of the board of directors or an employee, of a public financial institution as defined in section 2 (72) of the Companies Act, 2013, as amended; or
- An official and/or employee of a self-regulatory organization recognized or authorized by the Board;
- A banker of the Company; or
- A concern, firm, trust, Hindu undivided family, company or association of persons wherein a director of the Company or his immediate relative or banker of the Company, has more than ten per cent, of the holding or interest.

(v). **“Dealing in Securities”** means an act of subscribing to, buying, selling or agreeing to subscribe to, buy, sell or otherwise deal in the securities of the Company either as a principal or an agent.

(vi). **“Designated Employees”** means:

- a) Managing Director(s) and Whole-Time or Executive Director(s) of the Company;
- b) All officers in grades G.M. and above;
- c) All employees of the Company in finance, accounts, legal, costing, MIS and secretarial department; and
- d) Any other employee or other Connected Person of the Company, as may be designated or notified by the Company from time to time for meeting the objectives of the Code.

(vii). **“Designated Persons”** means the Directors of the Company, Connected Persons, Insiders, Designated Employees, the Promoters, their Immediate Relatives and all such other persons as may be specified by the Board in consultation with the Compliance Officer.

- (viii). "**Employee**" means every employee of the Company including the Directors in the employment of the Company.
- (ix). "**Effective Date**" means 1st April, 2019.
- (x). "**Generally available Information**" means information that is accessible to the public on a non-discriminatory basis.
- (xi). "**Immediate Relative**" means a spouse of a person, and includes parent, sibling, and child of such person or of the spouse, any of whom is either dependent financially on such person, or consults such person in taking decisions relating to trading in securities.
- (xii). "**Insider**" means any person who is:
- a) a Connected Person; or
 - b) in possession of or having access to Unpublished Price Sensitive Information.
- (xiii). "**Insider Trading Regulations**" means the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended.
- (xiv). "**Key Managerial Personnel**" means key managerial personnel as defined under the Companies Act, 2013, as amended, and includes:
- Chief Executive Officer or the Managing Director or the Manager of the Company;
 - Company Secretary of the Company;
 - Whole-time Director of the Company;
 - Chief Financial Officer of the Company;
 - Such other officers, not more than one level below the Directors who is in whole-time employment, designated as key managerial personnel by the Board; and
 - Such other officer as may be prescribed under the Securities and Exchange Board of India Act, 1992, as amended.
- (xv). "**Promoter**" shall have the meaning assigned to it under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended or the Companies Act, 2013, as amended or any modification thereof, which includes:
- a) who has been named as such in a draft offer document or offer document or is identified by the issuer in the annual return referred to in section 92 of the Companies Act, 2013;
 - b) who has control over the affairs of the issuer, directly or indirectly whether as a shareholder, director or otherwise;
 - c) in accordance with whose advice, directions or instructions the board of directors of the issuer is accustomed to act:

Provided that nothing in sub-clause (c) shall apply to a person who is acting merely in a professional capacity.

- (xvi). "**Promoter Group**" shall have the meaning assigned to it under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.
- (xvii). "**Securities**" shall have the meaning assigned to it under the Securities Contracts (Regulation) Act, 1956, as amended except units of a mutual fund.
- (xviii). "**Takeover Regulations**" means the Securities and Exchange Board India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, or any modification thereof.

- (xix). **"Trading"** means and includes subscribing, buying, selling, dealing, or agreeing to subscribe, buy, sell, deal in any securities, and "trade" shall be construed accordingly.
- (xx). **"Trading Day"** means a day on which the recognized stock exchanges are open for trading;
- (xxi). **"Stock Exchange"** means a recognized Stock Exchange as defined under clause (f) of Section 2 of the Securities Contracts (Regulation) Act, 1956, as amended.
- (xxii). **"Unpublished Price Sensitive Information"** shall have the meaning assigned to it under the Insider Trading Regulations.

2. Role of Compliance Officer

- (i). The Board has appointed the Company Secretary of the Company as the Compliance Officer, who shall report to the Chairperson of the Company.
- (ii). The Compliance Officer shall at quarterly intervals prepare a report on insider trading to the Chairman of the Audit Committee or the Chairman of the Board.
- (iii). The Compliance Officer shall assist all Employees in addressing any clarifications regarding the Insider Trading Regulations and the Code.
- (iv). To assist the Board in identifying the designated persons to be covered by the code of conduct on the basis of their role and function in the organisation and the access that such role and function would provide to unpublished price sensitive information in addition to seniority and professional designation.

3. Preservation of Unpublished Price Sensitive Information

- (i). All information shall be handled within the Company on a need-to-know basis and no Insider shall communicate, provide or allow access to any Unpublished Price Sensitive Information, relating to the Company or the Securities proposed to be listed, to any person including other Insiders except where such communication is in furtherance of the legitimate purposes, performance of duties or discharge of his legal obligations.
- (ii). No person shall procure from or cause the communication by any Insider of Unpublished Price Sensitive Information, relating to a Company or Securities listed or proposed to be listed, except in furtherance of the legitimate purposes, performance of duties or discharge of his legal obligations. For purposes of the Code, 'legitimate purposes' shall include sharing of Unpublished Price Sensitive Information in the ordinary course of business by an Insider with partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants, provided that such sharing shall not been carried out to evade or circumvent the prohibitions of the Insider Trading Regulations.
- (iii). Notwithstanding anything contained herein, Unpublished Price Sensitive Information may be communicated, provided, allowed access to or procured, in connection with a transaction which would entail:

a) an obligation to make an open offer under the Takeover Regulations where the Board is of informed opinion that sharing of such information is in the best interests of the Company; or

b) not attracting the obligation to make an open offer under the Takeover Regulations but where the Board is of informed opinion that sharing such information is in the best interests of the Company and the information that constitutes Unpublished Price Sensitive Information is disseminated to be made Generally Available at least two trading days prior to the proposed transaction being affected in such form as the Board may determine to be adequate and fair to cover all relevant and material facts.

For the purposes of clause (iii) above, the Board shall require the parties to execute agreements to contract confidentiality and non-disclosure obligations on the part of such parties and such parties shall keep information so received confidential, except for the purpose provided in clause (iii) above and shall not otherwise trade in Securities of the Company when in possession of Unpublished Price Sensitive Information.

c) The Board shall ensure that a structured digital database is maintained containing the names of such persons or entities as the case may be with whom information is shared under this regulation along with the permanent account number or any other identifier authorized by law where permanent account number is not available. Such databases shall be maintained with adequate internal controls and checks such as time stamping and audit trails to ensure non-tampering of the database.

(iv). For the purposes of this Code, “need to know” means:

a) that Unpublished Price Sensitive Information should be disclosed only to those within the Company who need the information to discharge their duty and whose possession of such information will not give rise to a conflict of interest or appearance of misuse of the information; or

b) that all information that is not Generally Available, if directly received by any Employee should immediately be reported to the head of the department.

(v). There shall be limited access to confidential information. Files containing confidential information shall be kept secure. Computer files shall have adequate security of login, password and firewall protection.

(vi). Designated Persons in the Company shall be governed by an internal code of conduct governing dealing in Securities.

4. Trading Plans

(i). An Insider shall be entitled to formulate a trading plan and present it to the Compliance Officer for approval and public disclosure pursuant to which trades may be carried out on his behalf in accordance with such plan.

(ii). Trading plans shall:

a) not entail commencement of trading on behalf of the Insider earlier than six months from the public disclosure of the plan;

- b) not entail trading for the period between the twentieth trading day prior to the last day of any financial period for which results are required to be announced by the Issuer of the Securities and the second trading day after the disclosure of such financial results;
 - c) entail trading for a period of not less than twelve months;
 - d) not entail overlap of any period for which another trading plan is already in existence;
 - e) set out either the value of trades to be affected or the number of securities to be traded along with the nature of the trade and the intervals at, or dates on which such trades shall be affected; and
 - f) not entail trading in securities for market abuse.
- (iii). The Compliance Officer shall review the trading plan made as above and shall assess whether the plan would have any potential for violation of the Insider Trading Regulations. He shall be entitled to take express undertakings as may be necessary to enable such assessment and to approve and monitor the implementation of the plan as per provisions of the Insider Trading Regulations. Provided that pre-clearance of trades shall not be required for a trade executed as per an approved trading plan. Provided further that trading window norms and restrictions on contra trade shall not be applicable for trades carried out in accordance with an approved trading plan.
- (iv). The trading plan once approved shall be irrevocable and the Insider shall mandatorily have to implement the plan, without being entitled to either deviate from it or to execute any trade in the securities outside the scope of the trading plan. Provided that the implementation of the trading plan shall not be commenced, if at the time of formulation of the plan, the Insider is in possession of any unpublished price sensitive information and the said information has not become generally available at the time of the commencement of implementation. The commencement of a trading plan shall be deferred until such unpublished price sensitive information becomes generally available information. Further, the Insider shall also not be allowed to deal in securities of the Company, if the date of trading in securities of the Company, as per the approved Trading Plan, coincides with the date of closure of Trading Window announced by the Compliance Officer.
- (v). Upon approval of the trading plan, the compliance officer shall notify the plan to the stock exchanges on which the securities are listed.

5. Trading Window and Window Closure

- (i). a) Trading window shall mean a notional trading window which shall be used as an instrument of monitoring trading by Designated Persons.
- b) The trading window shall be closed when the Compliance Officer determines that a Designated Person or class of Designated Persons can reasonably be expected to have possession of Unpublished Price Sensitive Information. Such closure shall be imposed in relation to such Securities to which such Unpublished Price Sensitive Information relates.

- c) When the trading window is closed, the Designated Persons and their Immediate Relatives shall not Deal in Securities of the Company. Trading restriction period can be made applicable from the end of every quarter till 48 hours after the declaration of financial results. The gap between clearance of accounts by Audit Committee and Board Meeting should be as narrow as possible and preferably on the same day to avoid leakage of material information.
- d) All Designated Persons and their Immediate Relatives shall conduct their dealings in the securities of the Company only in a valid trading window and shall not deal in any transaction involving the purchase or sale of the Company's Securities during the periods when the trading window is closed, as referred to in clause (c) above or during any other period as may be specified by the Company from time to time.
- (ii). The Compliance Officer shall intimate the closure of trading window to all the Designated Employees of the Company.
- (iii). The Compliance Officer after considering various factors including the Unpublished Price Sensitive Information in question becoming generally available and being capable of assimilation by the market, shall decide the timing for re-opening of the trading window. In any event such re-opening shall not be earlier than forty-eight hours after the information becomes generally available.

6. Pre-Clearances of Trade

a. Directors and Designated Employees as well as their relatives are required to pre-clear their acquisition/ purchase/ sale transactions as per the Pre-Clearance Procedure described hereunder **only if they acquire/ purchase/ sell Securities of the Company in excess of Rupees Ten Lacs or such other value as may be specified by SEBI. [THESE THRESHOLD LIMITS WILL APPLY TO ONE TRANSACTION OR SERIES OF TRANSACTIONS OVER ANY CALENDER QUARTER AGGREGATING TO EXCESS OF RS.10 LACS OR SUCH OTHER VALUE AS MAY BE SPECIFIED BY SEBI].**

An application for pre-clearance of trade may be made in **Form 'I'** to the Compliance Officer.

b. The Compliance Officer shall scrutinize the pre-clearance application within 3 working days and convey the approval or refusal of clearance along with reasons thereof in consultation with the Managing Director, if required.

The approval or refusal of clearance may be issued in **Form 'II'** by the Compliance Officer.

c. In such cases, an application has to be made to the Compliance Officer at least 5 working days before the proposed date of execution of the transaction.

In case of the Compliance Officer *as well as* his dependent family members, the pre-clearance will be done by the Managing Director/Executive Director.

d. An undertaking shall be executed in favour of the Company by such Director/ Designated Employee/Officer incorporating, inter alia, the following:

i. That the Designated Employee/Director does not have any access or has not received Price Sensitive Information upto the time of signing the undertaking;

ii. That in case the Designated Employee/Director has access to or receives Price Sensitive Information after the signing of the undertaking but before the execution of the transaction he/she shall inform the Compliance Officer of the change in his/her position and that he/she would completely refrain from Dealing in the Securities of the Company till the time such information becomes public;

iii. That he/she has not contravened the Code as notified by the Company from time to time;

iv. That he/she has made a full and true disclosure in the matter.

e. All orders in respect of securities for which pre-clearance has been obtained shall be executed within 7 days (not working days) after approval of pre-clearance is given and intimation of the execution shall be promptly submitted to the Compliance Officer in **Form 'III'** prescribed hereunder. If the order is not executed within 7 days (not working days) after the approval is given, the Director / Designated Employee must re-submit the proposal for pre-clearance, whether acting on his / her own account or on behalf of his / her dependent family members.

f. All Directors/Designated Employees shall hold their investment in securities for a minimum period of 30 days in order to be considered as being held for investment purposes.

In case the sale of securities is necessitated by personal emergency, the compliance officer may waive the holding period after recording in writing his or her reasons in this regard. An application for waiver of holding period shall be made to the Compliance Officer in **Form 'IV'**. The Compliance Officer on receipt of the application for waiver of minimum period of holding of securities shall scrutinize the application and after being satisfied of the reasons for waiver of holding period, shall convey the approval/disapproval of waiver of minimum holding period to the insider within 5 working days in **Form 'V'**.

7. Other Restrictions

(i). The disclosures to be made by any person under this Code shall include those relating to trading by such person's Immediate Relatives, and by any other person for whom such person takes trading decisions.

(ii). The disclosures of trading in securities shall also include trading in derivatives of securities and the traded value of the derivatives shall be considered for purposes of this Code.

(iii). The disclosures made under this Code shall be maintained for a period of five years.

(iv). Internal Control

(a) The Chief Executive Officer or Managing Director or such other analogous person of the Company shall put in place adequate and effective system of internal controls to ensure compliance with the requirements given in Insider Trading Regulations to prevent insider trading. Further, the Board is to ensure that the requirements are met by such persons under the Insider Trading Regulations.

(b) The internal controls shall include the following:

- i. Designated Employees;
- ii. all the Unpublished Price Sensitive Information shall be identified and its confidentiality shall be maintained as per the requirements of the Insider Trading Regulations;
- iii. adequate restrictions shall be placed on communication or procurement of Unpublished Price Sensitive Information as required by the Insider Trading Regulations;
- iv. lists of all employees and other persons with whom Unpublished Price Sensitive Information is shared shall be maintained and confidentiality agreements shall be signed or notice shall be served to all such employees and persons;
- v. all other relevant requirements specified under the Insider Trading Regulations shall be complied with;
- vi. periodic process review to evaluate effectiveness of such internal controls.

(c) The Audit Committee of the Company or other analogous body for intermediary or fiduciary shall review compliance with the provisions of the Insider Trading Regulations at least once in a financial year and shall verify that the systems for internal control are adequate and are operating effectively.

(d) The Company shall formulate written policies and procedures for inquiry in case of leak or suspected leak of Unpublished Price Sensitive Information, which shall be approved by the Board and accordingly initiate appropriate inquiries on becoming aware of such information and inform the Board promptly of such leaks, inquiries and results of such inquiries;

(e) If an inquiry has been initiated by the Company in case of leak or suspected leak of Unpublished Price Sensitive Information the relevant intermediaries and fiduciaries shall cooperate with the Company in connection with such inquiry conducted by the Company.

8. Reporting Requirements for Transactions in Securities Initial Disclosure

(i). Every Promoter, member of the Promoter Group, Key Managerial Personnel or Director of the Company, within 30 (thirty) days of this Code taking effect, shall forward to the Company the details of all holdings in Securities of the Company presently held by them including the statement of holdings of dependent family members in the prescribed Form A.

(ii). Every person on appointment as a Key Managerial Personnel or a Director of the Company or upon becoming a Promoter member of the Promoter Group shall disclose his holding of Securities of the Company as on the date of appointment or becoming a Promoter, to the Company within 7 (seven) days of such appointment or becoming a promoter in the prescribed Form B. Continual Disclosure

(iii). Every Promoter, member of the Promoter Group, Employee and director of the Company shall disclose to the Company the number of such Securities acquired or disposed of within two Trading Days of such transaction if the value of the Securities

traded, whether in one transaction or a series of transactions over any calendar quarter, aggregates to a traded value more than Rs. 10 lakhs. The disclosure shall be made within 2 trading days of:

- a) the receipt of intimation of allotment of Securities; or
 - b) the acquisition or sale of Securities or voting rights as the case may be.
- (iv). Every Insider shall disclose to the Company the number of such Securities acquired or disposed through an off-market transaction within two Trading Days of such transaction. Disclosure by the Company to the Stock Exchange(s) (v). Within 2 (two) Trading Days of the receipt of intimation under Clause 10(iii) or Clause 10(iv), the Compliance Officer shall disclose to all Stock Exchanges on which the Company is listed, the information received.
- (vi). The Compliance Officer shall maintain records of all the declarations in the appropriate form given by the directors / officers / Designated Employees for a minimum period of five years.

9. Trading Window

a. The Company shall specify a trading period, to be called "Trading Window", for trading in the Company's securities. The trading window shall be closed during the time the information referred to in clause (c) is un-published.

b. When the trading window is closed, the Designated Persons and their immediate relatives shall not trade in the Company's securities during such period.

c. The trading window shall be, inter alia, closed at the time of:-

- i. Declaration of Financial results (quarterly, half-yearly and annual)
- ii. Declaration of dividends (interim and final)
- iii. Issue of securities by way of public/ rights/bonus etc.
- iv. Any major expansion plans or execution of new projects
- v. Amalgamation, mergers, takeovers and buy-back
- vi. Disposal of whole or substantially whole of the undertaking
- vii. Any changes in policies, plans or operations of the Company which is price sensitive.

d. Designated persons may execute trades subject to compliance with these Regulations. Towards this end, a notional trading window shall be used as an instrument for monitoring trading by the designated persons. The trading window shall be closed when the Compliance Officer determines that a designated person or class of designated persons can reasonably be expected to have possession of unpublished price sensitive information. Such closure shall be imposed in relation to such securities to which such unpublished price sensitive information relates. Designated persons and their immediate relatives shall not trade in securities when the trading window is closed.

e. The timing for re-opening of the trading window shall be determined by the Compliance Officer taking into account various factors including the unpublished price sensitive information in question becoming generally available and being capable of assimilation by the market, which in any event shall not be earlier than forty-eight hours after the information becomes generally available. The trading window shall also be applicable to any person having contractual or fiduciary relation with the Company, such as auditors, accountancy firms, law firms, analysts, consultants etc., assisting or advising the Company.

10. Penalty for Contravention

- a. Every Designated Person shall comply with, and cause his Dependent to comply with, the provisions of this Code.
- b. A Designated Person who violates this Code shall, in addition to any other action that may be taken by the Company under law, be subject to appropriate sanctions and disciplinary action by the Company, which may include freezing of wages / salary, suspension and termination of employment.
- c. The action taken by the Company against any Designated Person pursuant to subparagraph (b) above shall not preclude SEBI from taking any action for violation of this Code.
- d. In case it is observed by the Compliance Officer that there has been a violation of this Code by any Designated Person, the Compliance Officer shall forthwith inform the Board about the violation. The Compliance Officer shall also simultaneously inform SEBI about such violation.

11. Clarifications

For any queries concerning this Code, the Designated Persons may contact the Compliance Officer.

12. Amendments

The Board may, at any time, modify, alter or amend the provisions of this Code by giving notice of such modification, alteration or amendment to the Designated Persons.

13. Others

- a. Any two Directors and the Compliance Officer are authorized to make minor modifications to this Code which would remove ambiguities, enhance clarity on the provisions of the Code etc. However, any major modification to the Code will require authorization by the Board.

b. Where the Company engages a service provider who is a Connected Person, the head of the department of the Company which engages such Connected Person is responsible for communicating the requirements of this Code to such Connected Person & verify whether such Connected Person has a similar code of conduct applicable to its employees to prevent such persons from misusing Unpublished Price Sensitive Information of the Company, as well as the efficacy of implementation of such code by those Connected Persons.

14. Disclaimer

The Code is the internal policy of the Company to prevent Designated Persons and Connected Persons who are considered by the Company to be Insiders for the purposes of this Code and the Regulations, for prevention of insider trading. It is however the responsibility of each Designated Person and Connected Person to ensure compliance with the provisions of this Code or the Regulations and other related laws. The Company shall not be responsible or liable for any violation or contravention by any Designated Person or Connected Person, of this Code and the Regulations or other related laws.

(to be submitted in duplicate)

FORM – I

APPLICATION FOR PRE-CLEARANCE OF TRADE
(For Director/Designated Persons/All Connected Persons)*

To,
The Compliance Officer
Lykis Limited
Omer Mansion, 29A,
Weston Street, Room No B5,
Kolkata 700012

1	Name of the applicant	
2	Designation / Nature of Relation :	
3	Employee Pay Roll No.* (if applicable) :	
4	Nature of securities held :	*Equity shares / Debentures / Other Securities
5	Number of securities in the company held as on date	
6	Nature of proposed dealing for which approval is Sought	Purchase / Sales of Securities
7	Estimated number of securities proposed to be acquired / subscribed/ sold:	
8	Name of the proposed Buyer/Seller**	
9	Other Details : Name of Depository Participant : DP ID No. : Client ID No.* / Folio No.* :	

* Strike whichever is not applicable

** Applicable only for off market transaction

In relation to the above dealing, I undertake that:

- a) I have no access to nor do I have any information that could be construed as “Price Sensitive Information” as defined in the Code up to the time of signing this undertaking;
- b) In the event that I have access to or received any information that could be construed as “Price Sensitive Information” as defined in the code, after the signing of this undertaking but *before executing the transaction for which approval is sought*, I shall

inform the Compliance Office of the same and shall completely refrain from dealing in the securities of the Company until such information becomes public;

- c) I have not contravened the provisions of the code of conduct for prevention of insider trading as notified by the company from time to time;
- d) I have made full and true disclosure in the matter;
- e) I hereby declare that I shall execute my order in respect of securities of the Company within one week after the approval of pre-clearance is given. If the order is not executed within one week after the approval is given, I undertake to obtain pre-clearance for the transaction again.

Place:

Signature

Date:

Name _____

FORM - II
FORMAT FOR PRE-DEALING APPROVAL/DISAPPROVAL LETTER

Date: _____

Approval/Disapproval No: __ of ____

To,
Mr./Mrs. _____

Emp. No. : _____

Designation: _____

PRE-DEALING APPROVAL/DISAPPROVAL -Your application dated _____

Dear Mr. / Mrs. _____

With reference to your above application seeking approval for undertaking certain transactions in Securities of the Company detailed therein, please be informed that you / your Dependent/s are hereby authorized / not authorized to undertake the transaction(s) as detailed in your said application.

This approval/refusal letter is being issued to you based on the various declarations, representations and warranties made by you in your said application.

This approval letter is valid till _____ (i.e. for {1} week). If you/your Dependent/s do not execute the approved transaction /deal on or before this date, you would have to seek fresh pre-dealing approval before executing any transaction/deal in the Securities of the Company. Further, you are required to file the details of the executed transactions in the attached format within two {2} working days from the date of transaction/deal. In case the transaction is not undertaken a "Nil" report shall be necessary.

Yours faithfully,
For LYKIS LIMITED

Compliance Officer

Encl.: Format for submission of details of transaction

FORM - III
CONFIRMATION OF DEAL

To,
The Compliance Officer
Lykis Limited
Omer Mansion, 29A,
Weston Street, Room No B5,
Kolkata 700012

DETAILS OF PRE-APPROVED TRANSACTION

Ref: Your Approval letter No. _____ dated _____

I hereby inform you that I and/or my dependents **have not bought/sold/subscribed any Securities of the Company / have bought/sold/subscribed to the _____ Securities (give description) as mentioned below on _____ (insert date)**

Name of holder	**First or Joint holder	No. of Securities dealt with	Bought/Sold/ Subscribed	DP ID/CLIENT ID (electronic form) or Folio no. for physical where the Sec. will be debited or credited	Price (Rs)
1	2	3	4	5	6

** "F" first holder "J" joint holder

I and/or my dependents declare that the above information is correct and that no provisions of the Company's Insider Trading Code and/or applicable laws/regulations have been contravened for effecting the above said transaction(s).

I and/or my dependents agree to hold the above Securities for a minimum period of six months. In case there is any urgent need to sell these Securities within the said period, I shall approach the Company (Compliance Officer) for necessary approval (applicable in case of purchase/ subscription).

Yours truly,

Signature: _____

Name: _____

Emp. No: _____

Dept./Div. _____

FORM - IV
APPLICATION FOR WAIVER OF MINIMUM HOLDING PERIOD
(For Director/Designated Persons/All Connected Persons)

Date:

To,
The Compliance Officer
Lykis Limited
Omer Mansion, 29A,
Weston Street, Room No B5,
Kolkata 700012

Dear Sir / Madam,

I request you to grant me/my Dependent, waiver of the minimum holding period of 30 days as required under the Code of Conduct for prevention of insider trading with respect to _____ shares of the Company held by me / my dependent, singly / jointly under DP ID & Client ID / Folio No. _____ which were acquired by me / my dependent on _____ (Date). I desire to sell in the said shares on account of _____ (give reasons).

Thanking you.

Yours faithfully,

Signature: _____

Name: _____

Emp. No: _____

Dept./Div. _____

APPROVAL GRANTED / REJECTED

For LYKIS LIMITED

Compliance Officer

Date:

FORM - V
FORMAT OF ORDER FOR WAIVER / REFUSAL OF
MINIMUM HOLDING PERIOD OF SECURITIES LETTER

Date: _____

Approval/ Refusal No: __ of ____

To,
Mr./Mrs. _____

Emp. No. : _____

Designation: _____

APPROVAL/DISAPPROVAL FOR WAIVER OF MINIMUM HOLDING PERIOD OF SECURITIES -Your application dated _____

Dear Mr. / Mrs. _____

With reference to your above application seeking approval for waiver of minimum period of holding Securities of the Company, please be informed that on verification of your application and the reasons stated therein, the minimum holding period of the said securities is hereby waived / refused and you may undertake/ not to undertake transaction(s) as detailed in your said application.

This approval / refusal is being issued to you based on the various declarations, representations and warranties made by you in your said application.

You are required to file the details of the executed transactions in the attached format within two {2} working days from the date of transaction/deal. In case the transaction is not undertaken a "Nil" report shall be necessary.

Yours faithfully,

For LYKIS LIMITED

Compliance Officer

Encl.: Format for submission of details of transaction.

FORM - VI
ANNUAL DISCLOSURE
(For Promoter/Director/Key Managerial Personnel/Designated Person)

Date:

To,
The Compliance Officer
Lykis Limited
Omer Mansion, 29A,
Weston Street, Room No B5,
Kolkata 700012

Dear Sir \ Madam,

I. Statement of Shareholdings of Promoter/Director/Key Managerial Personnel/Designated Person

Name	Designation	Department	No. of Shares held on April 1, (beginning of the year)	No. of shares bought during the Year	No. of shares sold during the Year	No. of shares held as on March 31, (end of the year)
1	2	3	4	5	6	7

II. Details of shares held by relatives/Dependent Family Members (as applicable)

Name of Relative	Relationship	No. of Shares held on April 1, (beginning of the year)	No. of shares bought during the Year	No. of shares sold during the Year	No. of shares held as on March 31, (end of the year)
1	2	3	4	5	6

I / We declare that the shares sold have been held by me/ us for 30 days. I/ We further declare that the above disclosure is true and correct and is in accordance with the previous disclosures given to the Company.

Signature _____

1. Delete whichever is not applicable

FORM - A
Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
[Regulation 7 (1) (a) read with Regulation 6 (2)]

Name of the company: _____

ISIN of the company: _____

Details of Securities held by Promoter, Key Managerial Personnel (KMP), Director and other such persons as mentioned in Regulation 6(2)

Name, PAN No., CIN/DIN & address with contact nos.	Category of Person (Promoters/ KMP/ Directors/ immediate relatives/others etc.)	Securities held as on the date of regulation coming into force		% of Shareholding	Open Interest of the Future contracts held as on the date of regulation coming into force		Open Interest of the Option Contracts held as on the date of regulation coming into force	
		Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No.		Number of units (contracts * lot size)	Notional value in Rupee terms	Number of units (contracts * lot size)	Notional value in Rupee terms
1	2	3	4	5	6	7	8	9

Note: "Securities" shall have the meaning as defined under regulation 2(1)(i) of SEBI (Prohibition of Insider Trading) Regulations, 2015.

Signature:

Designation:

Date:

Place:

FORM - B
Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
[Regulation 7 (1) (b) read with Regulation 6(2)]

Name of the company: _____

ISIN of the company: _____

Details of Securities held on appointment of Key Managerial Personnel (KMP) or Director or upon becoming a Promoter of the company and other such persons as mentioned in Regulation 6(2).

Name, PAN No., CIN/DIN & Address with contact nos.	Category of Person (Promoters/ KMP / Directors/ immediate relatives/ others etc.)	Date of appointment of Director/ KMP OR Date of becoming Promoter	Securities held at the time of becoming Promoter/ appointment of Director/KMP		% of Shareholding	Open Interest of the Future contracts held at the time of becoming Promoter/ appointment of Director/KMP		Open Interest of the Option Contracts held at the time of becoming Promoter/appointment of Director/KMP	
			Type of security (For eg.- Shares, Warrants, Convertible Debentures etc.)	No		Number of units (contracts * lot size)	Notional value in Rupee terms	Number of units (contracts * lot size)	Notional value in Rupee terms
1	2	3	4	5	6	7	8	9	10

Note: "Securities" shall have the meaning as defined under regulation 2(1)(i) of SEBI (Prohibition of Insider Trading) Regulations, 2015.

Signature:

Designation:

Date:

Place:

FORM C
Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
[Regulation 7 (2) read with Regulation 6(2)]

Name of the company: _____

ISIN of the company: _____

Details of change in holding of Securities of Promoter, Employee or Director of the Company and other such persons as mentioned in Regulation 6(2).

Name, PAN No., CIN/DIN, & address of Promoter/ Employee/ Director with contact nos.	Category of Person (Promoters/ KMP/ Directors/ immediate relatives/ others etc.)	Securities held prior to acquisition/ disposal		Securities acquired/ Disposed		Type of security (For e.g. – Shares, Warrants, Convertible Debenture s etc.)		Date of allotment advice/ acquisition of shares/ sale of shares specify		Date of intimation to company	Mode of acquisition (market purchase/ public rights/ preferential offer / off market/ Inter-se transfer etc.	Trading in derivatives (Specify type of contract, Futures or Options etc)				Exchange on which the trade was executed	
		Type of security (For e.g. - Shares, Warrant, Convertible Debentures etc.)	No.	Type of security (For e.g. - Shares, Warrants, Convertible Debentures etc.)	No.	Pre transaction	Post transaction	From	To			Buy		Sell			
												Value	Number of units (contracts * lot size)	Value	Number of units (contracts * lot size)		
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	

Note: "Securities" shall have the meaning as defined under regulation 2(1)(i) of SEBI (Prohibition of Insider Trading) Regulations, 2015.

Signature:

Designation:

Date:

Place:

Form D (Indicative format)
Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
Regulation 7(3) – Transactions by Other connected persons as identified by the company

Name, PAN No., CIN/DIN, & address of Promoter/ Employee/ Director with contact nos.	Category of Person (Promoters/ KMP / Directors/ immediate relatives/ others etc.)	Securities held prior to acquisition/disposal		Securities acquired/Disposed		Type of security (For e.g. – Shares, Warrants, Convertible Debentures etc.)		Date of allotment advice/ acquisition of shares/ sale of shares specify		Date of intimation to company	Mode of acquisition (market purchase/ public rights/ preferential offer / off market/ Inter-se transfer etc.	Trading in derivatives (Specify type of contract, Futures or Options etc)				Exchange on which the trade was executed	
		Type of security (For e.g. – Shares, Warrants, Convertible Debentures etc.)	No.	Type of security (For e.g. – Shares, Warrants, Convertible Debentures etc.)	No.	Pre transaction	Post transaction	From	To			Buy		Sell			
												Value	Number of units (contracts * lot size)	Value	Number of units (contracts * lot size)		
		1	2	3	4	5	6	7	8			9	10	11	12		13

Note: "Securities" shall have the meaning as defined under regulation 2(1)(i) of SEBI (Prohibition of Insider Trading) Regulations, 2015.

Name:

Signature:

Date:

Place: